

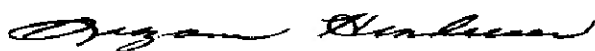
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Tarrant County Texas

Official Public Records

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SECOND AMENDMENT AND RATIFICATION OF OIL, GAS AND MINERAL LEASE AND MEMORANDUM OF OIL, GAS & MINERAL LEASE

STATE OF TEXAS §
COUNTY OF TARRANT §

WHEREAS, **Ronald Nightingale** as Lessor, heretofore executed an Oil, Gas and Mineral Lease dated June 25, 2007 to **Glencrest Resources, LLC, a Texas limited liability company**, as Lessee, recorded as a Amendment, Ratification , Reinstatement and Memorandum of Oil, Gas & Mineral Lease recorded at Clerk Document No. D208383482, Official Public Records of Tarrant County, Texas.

WHEREAS, **XTO Energy Inc.**, ("Lessee") a Delaware corporation, whose address is 810 Houston Street, Fort Worth, Texas 76102, is the successor in interest to **Glencrest Resources, LLC, a Texas limited liability company**, as such transfer of ownership is reflected of record in Tarrant County, Texas.

WHEREAS, the description of the Lease was incomplete and in error;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lessors and Lessee do hereby amend the Lease in respect to the description of the lands included therein, and ratify and adopt the same as so amended. The amended description shall now read as follows:

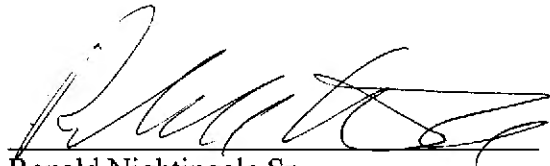
Lot 12, Block 7 of Rosewood Addition, an addition to the City of Forest Hill, Tarrant County, Texas, according to the Plat thereof recorded in Volume 388-68, Page 60, Plat Records, Tarrant County, Texas.

NOW, THEREFORE, in consideration of the premises leased herein, the receipt and sufficiency of which is hereby acknowledged, **Ronald Nightingale Sr. and wife Louise Nightingale; and Ronald Nightingale Jr. and wife Kim Nightingale** do hereby Adopt, Ratify and Confirm the Lease and all of its Terms and Provisions, as if herein set out in its entirety, and does hereby Grant, Lease, Demise and Let said lands and premises unto XTO Energy Inc., Lessee, as fully and completely as if Owner(s) had originally been named as Lessor(s) in said Lease, and had executed, acknowledged, and delivered the same in its own proper person(s).

Lessors hereby ratifies and confirms said Lease and agrees and declares that said Lease, and all of its terms and provisions, as amended hereby, is binding on them, their successors and assigns, and is a valid and subsisting oil and gas lease; and Lessor does hereby lease, demise and let the lands described herein above, to Lessee, it successor and assigns, in accordance with all of the terms of said Lease, as amended hereby and ratify and adopt the same as so amended. Except as otherwise amended the Lease is and shall remain in full force and effect as written in accordance with its terms and conditions.

IN WITNESS WHEREOF, this instrument has been executed on the respective date of the acknowledgment below, but shall be effective, however, as of June 25, 2007, the date of the Lease.

LESSORS:

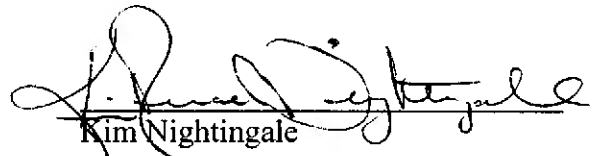

Ronald Nightingale Sr.

Address: 1505 Whipoorwill Ct.
Azle, Texas 76020


Louise Nightingale


Ronald Nightingale Jr.

Address: 2400 Big Spring Dr.
Ft. Worth, Texas 76120

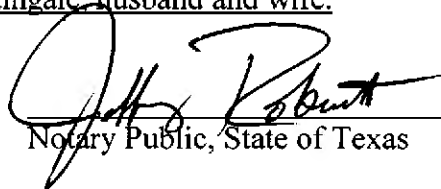

Kim Nightingale

ACKNOWLEDGMENT

THE STATE OF TEXAS
COUNTY OF TARRANT

This instrument was acknowledged before me on the 3RD day of DECEMBER, 2010, by Ronald Nightingale Sr. and Louise Nightingale, husband and wife.

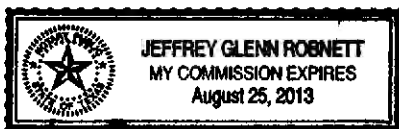


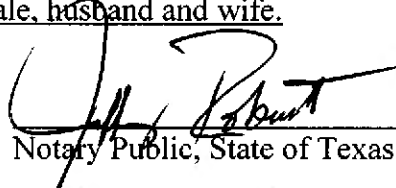

Notary Public, State of Texas

ACKNOWLEDGMENT

THE STATE OF TEXAS
COUNTY OF TARRANT

This instrument was acknowledged before me on the 3RD day of DECEMBER, 2010, by Ronald Nightingale Jr. and Kim Nightingale, husband and wife.




Notary Public, State of Texas

Return to: Bryson G. Kuba
6127 Green Jacket Dr.
Apt. # 1136
Fort Worth, TX 76137